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August 22, 2001

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VIA HAND DELIVERY

PROPRIETARY INFORMATION ENCLOSED

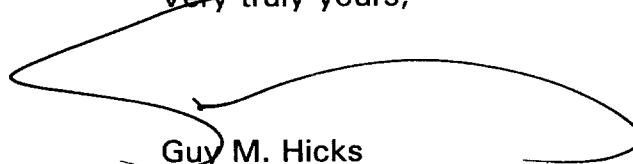
David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Generic Docket to Establish UNE Prices for Line Sharing per FCC 99-355 and Riser Cable and Terminating Wire as Ordered in TRA Docket No. 98-00123*
Docket No. 00-00544

Dear Mr. Waddell:

Enclosed are the original and thirteen copies of BellSouth's responses to the supplemental clarification questions from the Staff relating to BellSouth's responses regarding Item 4 of the Staff's data request of July 26, 2001. This response contains proprietary information and is being submitted pursuant to the terms of the Protective Order entered in this matter. Copies of the enclosed are being provided to counsel of record.

Very truly yours,



Guy M. Hicks

GMH:ch
Enclosure

Request: How much did it cost BellSouth to modify its systems (OSS) for its retail xDSL offering?

Response: BellSouth has spent approximately \$35 million to develop internal wholesale systems in support of its wholesale xDSL offering. These systems include: Broadband Network Management System, Service Order Entry Gateway, Broadband Network Report Server, and Loop Qualification System.

BellSouth has spent approximately \$10 million to develop and/or modify its OSS to support orders for BellSouth® FastAccess® service. The systems developed and/or modified include: CESSHAL, SOCS, PSIMS, WFA, LMOS, SOER, SOAC, LEC3, LEIM, MechEIU, COSMOS/Switch, ATLAS, RSAG, LEAD, ADOTS, BONS, LoCLLI, BASS, BOM. The \$10 million figure does not include the cost of retail "front office" systems that have been developed to accept FastAccess service orders from end users.

The figures included in this response are proprietary to BellSouth.

CERTIFICATE OF SERVICE

I hereby certify that on August 22, 2001, a copy of the foregoing document was served on the parties of record, via the method indicated:

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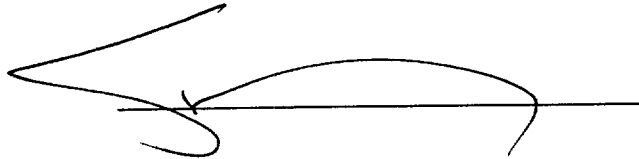
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A handwritten signature in black ink, consisting of a large, stylized 'C' followed by a horizontal line and a small flourish at the end.